



James B. Wright
Senior Attorney

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March 19, 2004

Chairman Deborah Taylor Tate
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

Re: *Petition for approval of Amendment to Interconnection and Resale
Agreement between United Telephone-Southeast, Inc.
And Metro Teleconnect Companies, Inc.*

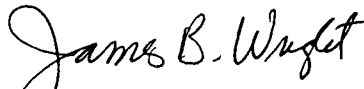
Dear Chairman Tate:

04-00090

Enclosed are an original and thirteen copies of the Petition of United Telephone-Southeast, Inc. for approval of Amendment No. One to Master Interconnection, Collocation and Resale Agreement between United Telephone-Southeast, Inc. and Metro Teleconnect Companies, Inc. The original Agreement was recently approved by Tennessee Regulatory Authority Order dated December 2, 2003 in Docket No. 03-00524.

Also enclosed is a check in the amount of \$50.00 for the filing fees for both companies. Please contact me or Laura Sykora if you have any questions.

Sincerely,


James B. Wright

JBW:sm
Enclosures
cc: Laura Sykora
Kaye Odum
Tim Phillips, CAPD

BEFORE THE
TENNESSEE REGULATORY AUTHORITY

IN RE: Petition for Approval of Amendment
to Interconnection Agreement Negotiated) Docket No.
between United Telephone-Southeast, Inc.)
and Metro Teleconnect Companies, Inc.)

PETITION

United Telephone-Southeast, Inc. ("United") files this request for approval of Amendment No. 1 dated March 1, 2004 ("Amendment") to the Master Interconnection, Collocation and Resale Agreement dated September 20, 2003 (the "Basic Agreement") negotiated between United and Metro Teleconnect Companies, Inc. ("Metro Tel") pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 (the "Act"). The Basic Agreement was approved by TRA Order dated December 2, 2003 in Docket No. 03-00524. In support of this request, United shows the following:

1. United and Metro Tel have successfully negotiated the Amendment which provides for a change in the Non Recurring Charges for Suspend/Restore services. A copy of the Amendment is attached hereto and incorporated herein by reference.

2. Pursuant to Section 252(e) of the Telecommunications Act of 1996, United is submitting the Amendment to the Tennessee Regulatory Authority ("TRA") for its consideration and approval.

3. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between United and

Metro Tel within 90 days of its submission. The Act provides that the TRA may only reject such Amendment if it finds that it discriminates against a telecommunications carrier not a party to the amendment or any portion thereof is not consistent with the public interest, convenience and necessity.

4. United avers that the Amendment is consistent with the standards for approval.

United respectfully requests that the Tennessee Regulatory Authority approve the Amendment negotiated between these parties.

Respectfully submitted,
United Telephone-Southeast, Inc.

By: James B. Wright
James B. Wright

This 19th day of March, 2004

**AMENDMENT NO. 1 TO THE
MASTER INTERCONNECTION, COLLOCATION AND RESALE
AGREEMENT FOR THE STATE OF TENNESSEE**

Between:

Metro Teleconnect Companies, Inc.

And

United Telephone – Southeast, Inc.

This Amendment No. 1 (“Amendment”) to the Master Interconnection, Collocation and Resale Agreement (“Agreement”) for the State of Tennessee, effective March 1, 2004 (“Effective Date”) is between Metro Teleconnect Companies, Inc. (“CLEC”) and United Telephone – Southeast, Inc. (“Sprint”). Except as otherwise indicated, defined terms in this Amendment have the same meaning as in the Agreement.

1. BACKGROUND

- 1.1. CLEC and Sprint entered into the Agreement on August 15, 2003. There are no other amendments to the Agreement.
- 1.2. CLEC and Sprint agree to modify the Agreement as set forth in this Amendment.

In consideration of the promises and agreements contained in this Amendment, the parties agree as follows:

2. AMENDMENT

The Parties agree that the Non Recurring Charges (NRCs) for Suspend/Restore service, appearing in Table One of the Agreement using the same or similar name, are hereby replaced by the following NRCs:

Temporary Suspension of Service for UNE-P/Resale – SUSPEND	\$0 00
Temporary Suspension of Service for UNE-P/Resale – RESTORE	\$21 00

3. GENERAL

- 3.1. Other than as set forth above, the Agreement remains unchanged and in full force and effect. In the event of a conflict between the terms of the Agreement and this Amendment, this Amendment will control
- 3.2. This Amendment No. 1, executed by authorized representatives of Sprint and CLEC, is made a part of and incorporates the terms and conditions of the Agreement.

IN WITNESS WHEREOF, each of the Parties has caused this Agreement to be executed by its duly authorized representatives.

"Sprint"

By: United Telephone – Southeast, Inc.
William E. Cheek
Name (typed): William E. Cheek
Title: AVP - Strategic Sales & Account Management
Date: 3/9/04

"CLEC"

Metro Teleconnect Companies,
Inc.
By: *Patrick Smith*
Name (typed): PATRICK SMITH
Title: Director
Date: 3/15/04



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T.R.A. DOCKET ROOM

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Vendor # 0000013486

Vendor Name: TENNESSEE REGULATORY AUTHORITY

Check Date: 12/18/2003 Check No. 0009001753						
Voucher ID	Invoice Number	PO Number	Invoice Date	Gross Amount	Discount	Paid Amount
042771	SM121503		12/15/2003	50.00	0.00	50.00

print Supplier Disbursements			
Total Gross Amount	Total Discounts	Total Paid Amount	
\$50.00	\$0.00	\$50.00	

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12/18/2003

TENNESSEE REGULATORY AUTHORITY
460 JAMES ROBERTSON PKWY
NASHVILLE TN 37243-9021

VOID IF NOT CASHED WITHIN 180 DAYS

Authorized Signature

[Signature]

0009001753

56-382/412

Sprint United Management Company
Paying Agent on Behalf of itself and Sprint Corporation's Affiliates
P.O. Box 7977
Shawnee Mission Kansas 66207
1-888-283-4636/001

PAY *****50 DOLLARS AND 00 CENTS *****50.00

00009001753 04120382412 9600016249